

II.

1. Defendants admit the allegations in Paragraph 1.
2. Defendants admit the allegations in Paragraph 2.
3. Defendants admit the allegations in Paragraph 3.

III.

Defendants admit coverage exists under the Fair Labor Standards Act.

IV.

Defendants admit coverage exists under the Fair Labor Standards Act.

V.

1. Defendants deny the allegations in Paragraph 1.
2. Defendants deny the allegations in Paragraph 2.

VI.

Defendants deny the allegations in this paragraph. Defendants admit the employees listed on Exhibit A to the Complaint are employees for purposes of the Fair Labor Standards Act.

VII.

Defendants deny Plaintiff is entitled to recover pursuant to the allegations in the Complaint. The allegations in Plaintiff's prayer are averments to which no responsive pleading is required. To the extent further pleading is required, Defendants deny that Plaintiff is entitled to any relief as alleged in Paragraphs 1-5. Defendants also deny any injunctive relief is proper as Plaintiff has failed to meet the requisite legal burden for either temporary or permanent injunctive relief.

Affirmative Defenses

Defendants assert the following by way of affirmative defense:

1. Some or all of Plaintiff's claims are barred as against all Defendants due to the applicable statute of limitations.

2. Some or all of the acts or omissions on the part of Defendants which might have resulted in violations of the FLSA were neither knowing, nor based on reckless disregard of the provisions of the FLSA. Therefore, the applicable statute of limitations is two years back from the date of the filing of this action.

3. Some or all acts or omissions on the part of Defendants which might have resulted in violations of the FLSA were in good faith, and Defendants reasonably believed that its conduct complied with the provisions of the FLSA. Defendants are thus entitled to the good faith defense against liquidated damages under the applicable statutory provisions.

4. Some or all of Defendants' acts or omissions complained of were in good faith in conformity with and in reliance on administrative regulations, orders, rulings, approvals, or interpretations of the United States Department of Labor, Wage and Hour Division, as well as administrative practices and/or enforcement policies of that agency with respect to the class of employers to which he belonged. Accordingly, Defendants have a good faith defense against all liability in this matter.

Prayer for Relief

WHEREFORE, Defendants request that the Court enter an order that Plaintiff's claims be dismissed and that Plaintiff take nothing on his claims against Defendants. Defendants further request that the Court award Defendants their attorney's fees in defending this action.

Respectfully submitted,

By: /s/ Jacquelyn V. Clark

BRIAN T. FARRINGTON

Texas Bar No. 00790667

bfarrington@cowlesthompson.com

JACQUELYN V. CLARK

Texas Bar No. 24069512

jclark@cowlesthompson.com

COWLES & THOMPSON, P.C.

901 Main Street, Suite 3900

Dallas, TX 75202

(214) 672-2117 (Tel)

(214) 672-2317 (Fax)

ATTORNEYS FOR DEFENDANTS

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was served on all counsel and parties of record by electronic service on this **22nd** day of **December, 2016**.

/s/ Jacquelyn V. Clark

JACQUELYN V. CLARK